

RAWLE & HENDERSON, LLP
BY: EDWARD C. MINTZER, JR., ESQUIRE
DELIA CLARK, ESQUIRE
IDENTIFICATION NOS.: 30300/54657
THE WIDENER BUILDING
SOUTH PENN SQUARE
PHILADELPHIA, PA 19106
(215) 575-4200

ATTORNEYS FOR DEFENDANTS,
AIR BASE CARPET MART, INC.
d/b/a AIR BASE DISTRIBUTING,
INC. d/b/a AIR BASE CARPET MART,
RICHARD LONGWILL, and
BARBARA LONGWILL

JAMES H. GORBEY, JR., Administrator of
the ESTATE OF MARISSA ROSE
FISHMAN, deceased

COURT OF COMMON PLEAS
PHILADELPHIA COUNTY

v.

MARCH TERM, 2004

NO. 3776

RICHARD LONGWILL,
and
BARBARA LONGWILL,
and
AIR BASE CARPET MART, INC.
D/B/A AIR BASE DISTRIBUTING,
INC. D/B/A AIR BASE CARPET MART
and
TERESA GARCIA ZAVALA

AFFIDAVIT

Arnold W. Frey, being duly sworn according to law depose and states as follows:

1. I am the Vice President of Air Base Carpet Mart, Inc. and have held this position for approximately ten years. I have worked for Air Base Carpet Mart, Inc. since 1972 in a number of positions. As such, I am authorized to execute this Affidavit on behalf of Air Base Carpet Mart, Inc.

2. In my capacity as Vice President, I handle the multiple and extensive financial activities of Air Base carpet Mart, Inc.

3. Air Base Carpet Mart, Inc. is a Delaware corporation with its principal place of business and only store located at 230 N. DuPont Highway in New Castle, Delaware.

4. Air Base Distributing, Inc. is an individual and separate Delaware corporation which has one store location in Dover, Delaware.

5. Air Base Carpet Mart, Inc. does not operate under the name of Air Base Distributing, Inc.

6. Neither Air Base Distributing, Inc. nor Air Base Carpet Mart, Inc. have a place of business in Philadelphia County, Pennsylvania.

7. Air Base carpet Mart, Inc. conducts no business in Pennsylvania including the County of Philadelphia.

8. Air Base Carpet Mart, Inc. is in the business of selling a variety of floor products and wall coverings (except paint).

9. Air Base Carpet Mart, Inc. has never employed Teresa Zavala Garcia and does not employ any "nanny."

10. Air Base Carpet Mart, Inc. has never filed tax returns in the Commonwealth of Pennsylvania and holds no business license in any town, city, township or county of Pennsylvania.

11. Air Base Carpet Mart, Inc. employs no workmen as installers or measurers.

12. Air Base Carpet Mart, Inc. makes no deliveries to customers in Pennsylvania.

13. Air Base Carpet Mart, Inc. is a separate corporate and business entity from Lomax Home Cntr, Inc., Yorketown Carpet, Inc., Reading Carpet Factory Outlet, Inc. and Lancaster Carpet Mart, Inc.

14. Allentown Carpet and Wallpaper Outlet, Inc. is no longer in business is no longer operating under that name and merged into Yorketownc.

15. Lomax Home Center, Inc. is a Delaware corporation operating in Philadelphia and duly authorized to conduct business in the Commonwealth of Pennsylvania.

16. Reading and Yorketowne are Pennsylvania corporations. Lancaster is another Delaware corporation.

17. Each company has a separate payroll, inventory, sales staff, management and accounts. Any service or product supplied by Air Base Carpet Mart, Inc. is paid for by the recipient of the service or product.

18. Air Base Carpet Mart, Inc. owns no property in Pennsylvania and has no financial accounts in Pennsylvania.

19. Air Base Carpet Mart, Inc. has never done business as Air Base Distributing, Inc.

20. Mrs. Barbara Longwill was not a corporate officer of Air Base Carpet Mart, Inc. in August of 2002 or at anytime since.

21. Mrs. Barbara Longwill had no supervisory or management responsibilities over employees of Air base Carpet Mart, Inc.

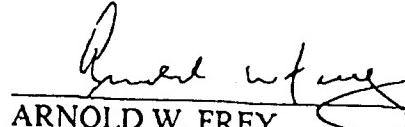
22. Mr. Richard Longwill in August of 2002 to the present had/has no supervisory or management responsibilities over Air Base Carpet Mart, Inc. employees.

23. Air Base Carpet Mart, Inc. does not employ Anthony Rizzo or Salvador Brito-Ortiz.

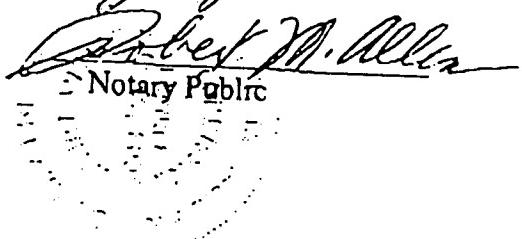
24. I believe at the time of the accident, work was being performed by independent contractors on the outside patio.

25. Air Base Carpet Mart, Inc. did not sell or supply the tile or materials being installed by these independent contractors on August 30, 2002.

I have read the foregoing statements and certify same to be true and correct to the best of my knowledge and belief.


ARNOLD W. FREY

Sworn to and subscribed
before me, this 01 day
of July, 2004


Robert M. Miller
Notary Public
State of Florida
#N-100000000000000000